



DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below adjacent to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter that is claimed and for which a patent is sought by way of the application entitled

MEMORY ARRAY INCORPORATING MEMORY CELLS ARRANGED IN NAND STRINGS

which (check) is attached hereto.
 and is amended by the Preliminary Amendment attached hereto.
 was filed on December 5, 2003 as Application Serial No. 10/729,843
 and was amended on _____ (if applicable).

I hereby state that I have reviewed and understand the contents of the above identified application, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information, which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, § 119(a)-(d) or § 365(b) of any foreign application(s) for patent or inventor's certificate or under § 365(a) of any PCT international application(s) designating at least one country other than the United States of America, listed below and have also identified below any foreign application(s) for patent or inventor's certificate or any PCT international application(s) designating at least one country other than the United States of America filed by me on the same subject matter having a filing date before that of the application(s) of which priority is claimed:

Prior Foreign Application(s)			Priority Claimed	
Number	Country	Day/Month/Year Filed	Yes	No
None				

I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith:

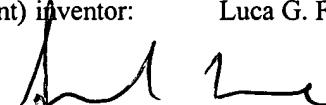
Mark Zagorin (36,067); Andrew C. Graham (36,531); David W. O'Brien (40,107); Nicole Teitler Cave (54,021); Steven R. Gilliam (51,734); Edward J. Marshall (45,395); and Liza K. Toth (31,065).

I declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true, and further that these statements were made with the knowledge that willful false statements and the like are punishable by fine or imprisonment, or both, under Title 18, United States Code, § 1001 and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Please direct all correspondence concerning this application to:

USPTO Customer Number
22120
 Zagorin, O'Brien & Graham, LLP

Full name of sole (or first joint) inventor: **Luca G. Fasoli**

Inventor's Signature: 

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Date: **1/28/04**

Citizenship: **Italy**

Full name of second joint inventor: **Roy E. Scheuerlein**

Inventor's Signature: 

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Date: **Jan. 21, 2004**

Citizenship: **U.S.A.**

Full name of third joint inventor: **En-Hsing Chen**

Inventor's Signature: 

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Date: **Jan. 21, 2004**

Citizenship: **Taiwan**

Full name of fourth joint inventor: **Sucheta Nallamothu**

Inventor's Signature: 

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Date: **1/23/04**

Citizenship: **U.S.A.**

Full name of fifth joint inventor: **Maitreyee Mahajani**

Inventor's Signature: 

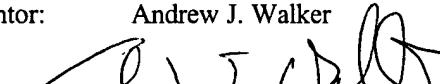
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Date: **2/04/04**

Citizenship: **India**

Full name of sixth joint inventor: **Andrew J. Walker**

Inventor's Signature: 

Residence: **Mountain View, CA**

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Date: **1-23-04**

Citizenship: **United Kingdom**